

**K92 MINING INC.**

**CERTIFICATE OF OFFICER**

**TO:** BRITISH COLUMBIA SECURITIES COMMISSION, as principal regulator

**AND TO:** ALBERTA SECURITIES COMMISSION

**RE:** ABRIDGEMENT OF TIME PRESCRIBED BY SUBSECTION 2.1(b), 2.2(1) and 2.5(1) IN ACCORDANCE WITH SECTION 2.20 OF NATIONAL INSTRUMENT 54-101 - *COMMUNICATION WITH BENEFICIAL OWNERS OF SECURITIES OF A REPORTING ISSUER*

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The undersigned, Nancy La Couvée, duly appointed Corporate Secretary of K92 Mining Inc. (the "**Corporation**"), hereby certifies for and on behalf of the Corporation and not in her personal capacity, intending that the same may be relied upon by you without further enquiry, that the Corporation is relying on Section 2.20 of National Instrument 54-101 - *Communication with Beneficial Owners of Securities of a Reporting Issuer* (the "**Instrument**") pertaining to the abridgement of time prescribed by subsections 2.1(b), 2.2(1) and 2.5(1) of the Instrument and that the requirements set forth in Section 2.20 have been complied with. Specifically:

- (a) the Corporation has arranged to have proxy-related materials for the annual general and special meeting of the Corporation to be held **June 14, 2018**, sent in compliance with the Instrument to all beneficial owners at least 21 days before the date fixed for the meeting;
- (b) the Corporation has arranged to carry out all the requirements of the Instrument in addition to those described in paragraph (a) above; and
- (c) the Corporation is relying upon section 2.20 of the Instrument.

**DATED** this 22<sup>nd</sup> day of May, 2018.

By: "*Nancy La Couvée*"

**Name:** Nancy La Couvée

**Title:** Corporate Secretary